



U.S. Department of Justice

*United States Attorney
Southern District of New York*

*The Silvio J. Mollo Building
One Saint Andrew's Plaza
New York, New York 10007*

March 29, 2006

Michael Fineman, Esq.

Re: Nathaniel Alexander

Dear Mr. Fineman:

This is to confirm that with respect to the meeting of Nathaniel Alexander ("Client"), whom you represent, with Assistant United States Attorney E. Danya Perry, to be held at the Office of the United States Attorney for the Southern District of New York on March 29, 2006 ("the meeting") the following understandings exist:

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The Client has requested the opportunity to provide information to the Government about his involvement in the charges contained in S2 051067 (KMK) and to respond to questions, so that the Government may be in a position to evaluate Client's information and responses in making prosecutive decisions. In any prosecution brought against Client, the Government may offer at any stage of the criminal proceeding for any purpose any statement made by Client during the meeting. Client agrees that he shall assert no claim under the United States Constitution, any statute, Rule 11(e)(6) of the Federal Rules of Criminal Procedure, Rule 410 of the Federal Rules of Evidence, or any other federal rule, that such statements or any leads therefrom should be suppressed. Client understands that he is waiving any and all rights in the foregoing respects.

Michael Fineman, Esq.

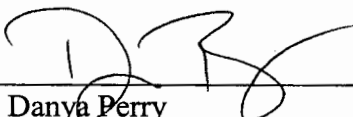
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Your signature on the line below will constitute your acknowledgement of having explained the foregoing to Client, and Client's signature on the line below will evidence Client's acknowledgement and understanding of the foregoing.


Very truly yours,

MICHAEL J. GARCIA
United States Attorney


By:


E. Danya Perry
Assistant United States Attorney


Nathaniel Alexander


Witnesses


Michael Fineman, Esq.


Witnesses